IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION



| In re: | § Chapter 11 |
|------------------------------------|---|
| MIDSTATES PETROLEUM COMPANY, INC., | 8 § Case No. 16-32237 |
| Debtor. | § § |
| Tax I.D. No. 45-3691816 | § § |
| In re: | § Chapter 11 |
| MIDSTATES PETROLEUM COMPANY LLC, | § Case No. 16-32238 |
| Debtor. | § § |
| Tax I.D. No. 26-3162434 | § (Joint Administration Requested)§ Re: Docket No. |

ORDER DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES (Docket No. 2)

Upon the motion (the "Motion")¹ of the above-captioned debtors and debtors in possession (together, the "Debtors") for entry of an order (this "Order") directing the joint administration of the Debtors' chapter 11 cases for procedural purposes only, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the

Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

- 1. The Motion is granted as set forth herein.
- 2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 16-32237 (DRJ). Additionally, the following checked items are ordered:
 - a. One disclosure statement and plan of reorganization may be filed for all cases by any plan proponent.
 - b. <u>Case No. 16-32238 shall be transferred to Judge David R. Jones.</u>
 - c. Parties may request joint hearings on matters pending in any of the jointly administered cases.
 - d. Other: See below.

3. The caption of the jointly administered cases should read as follows:

IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

In re:

MIDSTATES PETROLEUM COMPANY, INC., et al., Solution (1) & Case No. 16-32237 (DRJ)

Debtors.

Solution (DRJ) & (Jointly Administered)

- 4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
- 5. A docket entry, substantially similar to the following, shall be entered on the docket of the Debtor Midstates Petroleum Company LLC to reflect the joint administration of these chapter 11 cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas directing joint administration of the chapter 11 cases of: Midstates Petroleum Company, Inc., Case No. 16-32237; and Midstates Petroleum Company LLC, Case No. 16-32238 All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 16-32237 (DRJ).

- 6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of Texas shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.
- 7. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases and this

The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal tax identification number, are: Midstates Petroleum Company, Inc. (1816) and Midstates Petroleum Company LLC (2434). The debtors' service address is: 321 South Boston, Suite 1000, Tulsa, Oklahoma 74103.

Order shall be without prejudice to the rights of the Debtors to seek entry of an order

substantively consolidating their respective cases.

8. Notice of the Motion as provided therein shall be deemed good and sufficient

notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Bankruptcy

Local Rules are satisfied by such notice.

9. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order

are immediately effective and enforceable upon its entry.

10. The Debtors are authorized to take all actions necessary to effectuate the relief

granted in this Order in accordance with the Motion.

11. This Court retains exclusive jurisdiction with respect to all matters arising from or

related to the implementation, interpretation, and enforcement of this Order.

Signed: May 02, 2016.

DAVID R. JONES

UNITED STATES BANKRUPT Y JUDGE